

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FRANCHISE GROUP, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-12480 (LSS)

(Jointly Administered)

AFFIDAVIT OF SERVICE

I, Engels Medina, depose and say that I am employed by Kroll Restructuring Administration LLC (“**Kroll**”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On March 10, 2025, at my direction and under my supervision, employees of Kroll caused the following document to be served (1) by the method set forth on the Core/2002 Service List attached hereto as **Exhibit A**, and (2) via overnight mail on the Notice Parties Service List attached hereto as **Exhibit B**:

- Debtors’ Fifteenth Omnibus Motion for Entry of an Order, Pursuant to Sections 105(a), 365(a), and 554 of the Bankruptcy Code Authorizing the Debtors to Reject Certain Unexpired Executory Contracts, Effective as of the Rejection Date [Docket No. 1077]

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of their U.S. federal tax identification numbers, to the extent applicable, are Franchise Group, Inc. (1876), Freedom VCM Holdings, LLC (1225), Freedom VCM Interco Holdings, Inc. (2436), B. Riley Receivables II, LLC (4066), Freedom VCM Receivables, Inc. (0028), Freedom VCM Interco, Inc. (3661), Freedom VCM, Inc. (3091), Franchise Group New Holdco, LLC (0444), American Freight FFO, LLC (5743), Franchise Group Acquisition TM, LLC (3068), Franchise Group Intermediate Holdco, LLC (1587), Franchise Group Intermediate L, LLC (9486), Franchise Group Newco Intermediate AF, LLC (8288), American Freight Group, LLC (2066), American Freight Holdings, LLC (8271), American Freight, LLC (5940), American Freight Management Company, LLC (1215), Franchise Group Intermediate S, LLC (5408), Franchise Group Newco S, LLC (1814), American Freight Franchising, LLC (1353), Home and Appliance Outlet, LLC (n/a), American Freight Outlet Stores, LLC (9573), American Freight Franchisor, LLC (2123), Franchise Group Intermediate B, LLC (7836), Buddy’s Newco, LLC (5404), Buddy’s Franchising and Licensing, LLC (9968), Franchise Group Intermediate V, LLC (5958), Franchise Group Newco V, LLC (9746), Franchise Group Intermediate BHF, LLC (8260); Franchise Group Newco BHF, LLC (4123); Valor Acquisition, LLC (3490), Vitamin Shoppe Industries LLC (3785), Vitamin Shoppe Global, LLC (1168), Vitamin Shoppe Mariner, LLC (6298), Vitamin Shoppe Procurement Services, LLC (8021), Vitamin Shoppe Franchising, LLC (8271), Vitamin Shoppe Florida, LLC (6590), Betancourt Sports Nutrition, LLC (0470), Franchise Group Intermediate PSP, LLC (5965), Franchise Group Newco PSP, LLC (2323), PSP Midco, LLC (6507), Pet Supplies “Plus”, LLC (5852), PSP Group, LLC (5944), PSP Service Newco, LLC (6414), WNW Franchising, LLC (9398), WNW Stores, LLC (n/a), PSP Stores, LLC (9049), PSP Franchising, LLC (4978), PSP Subco, LLC (6489), PSP Distribution, LLC (5242), Franchise Group Intermediate SL, LLC (2695), Franchise Group Newco SL, LLC (7697), and Educate, Inc. (5722). The Debtors’ headquarters is located at 2371 Liberty Way, Virginia Beach, Virginia 23456.

Dated: March 14, 2025

/s/ Engels Medina
Engels Medina

State of New York
County of New York

Subscribed and sworn (or affirmed) to me on March 14, 2025, by Engels Medina, proved to me on the bases of satisfactory evidence to be the person who executed this affidavit.

/s/ OLEG BITMAN
Notary Public, State of New York
No. 01BI6339574
Qualified in New York County
Commission Expires April 4, 2028

Exhibit A

Exhibit A
Core/2002 Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to Michael J. Wartell as the Independent Director and sole member of the Conflicts Committee of the Board of each of the Retaining Debtors	Akin Gump Strauss Hauer & Feld LLP	Attn: Marty L. Brimmage, Jr. 2300 N. Field Street Suite 1800 Dallas TX 75201	mbrimmage@akingump.com	Email
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Exhibit A
Core/2002 Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Counsel to Crossroads Centre II, LLC, Surprise Towne Center Holdings, LLC, VS Tempe, LLC, Vestar-CPT Tempe Marketplace, LLC	Clark Hill PLC	Attn: Audrey L. Hornisher 901 Main Street, Suite 6000 Dallas TX 75202	ahornisher@clarkhill.com	Email
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Counsel to the Prophecy Settlement-related Liquidating Trust 2022-23	Cozen O'Connor	Attn: Marla S. Benedek, Kaan Ekiner 1201 N. Market Street Suite 1001 Wilmington DE 19801	mbenedek@cozen.com kekiner@cozen.com	Email

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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to Woodbolt Distribution, LLC, Glanbia Performance Nutrition, Inc., Sunwarrior Ventures LLC d/b/a Sunwarrior LLC and Sun Brothers, LLC	Cross & Simon, LLC	Attn: Christopher P. Simon 1105 North Market Street, Suite 901 Wilmington DE 19801	csimon@crosslaw.com	Email
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Counsel to County to Imperial Treasurer-Tax Collector	Imperial Treasurer-Tax Collector	Attn: Flora Oropeza 940 West Main Street, Suite 106 El Centro CA 92243		First Class Mail
IRS Insolvency Section	Internal Revenue Service	Centralized Insolvency Operation P.O. Box 7346 Philadelphia PA 19101-7346		First Class Mail
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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Core/2002 Service List
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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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United States Trustee for the District of Delaware	Office of the United States Trustee for the District of Delaware	Attn: Timothy J. Fox, Esq 844 King Street, Suite 2207 Lockbox 35 Wilmington DE 19801	timothy.fox@usdoj.gov	Email
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Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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Securities and Exchange Commission	Securities & Exchange Commission - Philadelphia Office	Attn: Bankruptcy Department One Penn Center 1617 JFK Blvd, Suite 520 Philadelphia PA 19103	secbankruptcy@sec.gov	First Class Mail and Email
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DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
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U.S. Attorney for the District of Delaware	U.S. Attorney for Delaware	Attn: David C. Weiss & Ellen Slights U.S. Attorney's Office 1313 N Market Street, Suite 400 Wilmington DE 19801		First Class Mail
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Counsel to Sangamon North LLC, the Commons at Southpark LLC	Weltman, Weinberg & Reis Co. LPA	Attn: Geoffrey J. Peters 5475 Rings Road Suite 200 Dublin OH 43017	bronationalecf@weltman.com	Email
Counsel to the Second Lien Secured Parties; HoldCo Lenders	White & Case LLP	Attn: Bojan Guzina 111 S. Wacker Dr., Suite 5100 Chicago IL 60606	bojan.guzina@whitecase.com	First Class Mail and Email

Exhibit A
Core/2002 Service List
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Counsel to Debtors and Debtors In Possession	Young Conaway Stargatt & Taylor, LLP	Attn: Edmon L. Morton, Matthew B. Lunn, Allison S. Mielke, Shella Borovinskaya Rodney Square 1000 N. King Street Wilmington DE 19801	emorton@ycst.com mlunn@ycst.com amielke@ycst.com sborovinskaya@ycst.com	Email

Exhibit B

Exhibit B

Notice Parties Service List

Served via overnight mail

ADRID	NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTAL CODE
30227667	801 Fort Hood, LLC	316 Iowa Dr		Golden	CO	80403
30227668	a4 Media, LLC	One Court Square, 47th Floor		Long Island City	NY	11120
30227669	Algolia, Inc.	301 Howard Street, Suite 300		San Francisco	CA	94105
30227670	American Dar Inc. dba Titanic Furniture	5008 Rose Walk Ct.		Suwanee	GA	30024
30227671	American First Finance Inc.	3515 N. Ridge Road, Suite 200		Wichita	KS	67205
30227672	American Traffic Solutions Consolidated, L.L.C., d/b/a Verra Mobility Solutions	1150 N. Alma School		Mesa	AZ	85201
30227673	Aon Consulting, Inc.	200 East Randolph Street		Chicago	IL	60601
30227674	Apex Wireless	600 Congress Avenue, 14th Floor		Austin	TX	78701
30227675	Ascension Labs, Inc.	101 Jefferson Drive		Menlo Park	CA	94025
29790371	Assurant Service Protection, Inc.	11222 Quail Roost Drive		Miami	FL	33157
29626131	Automated Systems Design Inc	1075 Windward Ridge Pkwy Suite 180		Alpharetta	GA	30005
29625574	Bloomreach Inc	82 Pioneer Way		Mountain View	CA	94041
30227676	Botify Corp	3 World Trade Center		New York	NY	10007
30227677	C&S Development Services, LLC	1704 Santa Fe Dr., Suite 100		Weatherford	TX	76086
30227678	Cegid	1270, Ave. Of the Americas, Suite 807		New York	NY	10020
30227679	Champion Retail Services Inc.	PO Box 188		Porter	TX	77365
30227680	Cost Control Associates, Inc dba SIB Fixed Cost Reduction Company, LLC	175 Broad Street, Suite 166		Glens Falls	NY	29108
30227681	Cost Control Associates, Inc.	175 Broad Street, Suite 166		Glen Falls	NY	29108
30227682	Daryl Flood Logistics	815 S Main Street		Jacksonville	FL	32207
29626102	El Recycling LLC	2633 McKinney Ave 130-363		Dallas	TX	75204
30227683	El Toro.com, LLC	552 East Market Street		Louisville	KY	40202
30227684	Enterprise	1200 Jorie Blvd 300		Oak Brook	IL	60523
30227685	Envision Branding, LLC	8338 NE Alderwood Road, Suite 1200		Portland	OR	97220
30227686	Fortiva Financial, LLC	Five Cocourse Parkway, Suite 300		Atlanta	GA	30328
29649796	FranServe, Inc.	345 US State Route 17 South		Upper Saddle River	NJ	07458
30227687	Global Fire Protection Group	225 Wilmington West Chester Pike		Chadds Ford	PA	19317

Exhibit B

Notice Parties Service List

Served via overnight mail

ADRID	NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTAL CODE
29626324	GREENFIELD WORLD TRADE INC., DBA THE LEGACY COMPANIES	3355 Enterprise Ave, STE 160		Fort Lauderdale	FL	33331
30227688	Haier US Appliance Solutions Inc, dba GE Appliance	4000 Buechel Bank Road		Louisville	KY	40225
30227689	Heap Inc.	225 Bush St. 2nd Floor		San Francisco	CA	94104
29603016	HITACHI SOLUTIONS AMERICA, LTD	100 SPECTRUM CENTER DRIVE SUITE 350		Irvine	CA	92618
29792855	International Franchise Professionals Group Inc	499 Ernston Road, Suite B9		Parlin	NJ	08859
30227690	JKB & Associates, Inc.	105 Wichita Street, PO Box 99		Benton	KS	67017
29790459	LG ELECTRONICS USA INC.	1000 Sylvan Avenue		Englewood Cliffs	NJ	07632
30227691	Mavrck LLC	200 State Street, Marketplace Center	North Bldg, 3rd Floor	Boston	MA	02109
30227692	Mediaocean LLC	45 West 18th Street		New York	NY	10011
30227693	NFocus Consulting Inc.	1594 Hubbard Drive		Lancaster	OH	43130
29603132	ONELOOK INC. dba LILY AI	800 W EL CAMINO REAL SUITE 180		Mountain View	CA	94040
30227694	Payactiv, Inc.	440 N McCarthy Blvd., Suite 200		Milpitas	CA	95035
29777720	PrimePay, LLC	1487 Dunwoody Dr		West Chester	PA	19380
29603133	Realtime Media, LLC	1001 Conshohocken State Rd.Ste 2-100		West Conshohocken	PA	19428
30227695	Retail Services WIS Corportaion	2000 Taylor Road, Suite 200		Auburn Hills	MI	48326-1771
30227696	Revel IT, Inc.	4900 Blazer Parkway		Dublin	OH	43017
29792329	SCALERO INC.	2201 Broadway, 4th floor		Oakland	CA	94612
30227697	Sidecar Interactive, Inc.	1 S. Broad Street, Floor 20		Philadelphia	PA	19107
30227698	Simon Data	483 Broadway, 2nd Floor		New York	NY	10013
30227699	Strategic Employment Partners, LLC	1 South Dearborn Street, 20th Floor		Chicago	IL	60603
29626226	The Shipyard, LLC	580 N 4th Street Suite 500		Columbus	OH	43215
30227700	Tinuiti Inc.	1229 Chestnut Street Front 1, 404		Philadelphia	PA	19107
30227701	Tinuiti, Inc.	111 W 33rd Street, 1510 Suite		New York	NY	10001
30227702	Transform Warehouse Operations LLC	5407 Trillium Boulevard, Suite B120		Hoffman Estates	IL	60192
30227703	UPS Ocean Freight Services, Inc.	55 Glenlake Parkway, NE		Atlanta	GA	30328
30227704	UWL, Inc.	1340 Depot Street		Cleveland	OH	44116

Exhibit B

Notice Parties Service List

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ADRID	NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTAL CODE
30227705	Williams Scotsman, Inc.	4646 East Van Buren Street, Suite 400		Phoenix	AZ	85008
30227706	Wynn Hotel	3131 Las Vegas Blvd.		South Las Vegas	NV	89109
30201925	XTGlobal, Inc.	2701 Dallas Parkway, Suite 300		Plano	TX	75093
30227707	Yext, Inc.	61 Ninths Avenue		New York	NY	10011
30227708	Yotpo, LTD.	400 Lafayette Street		New York	NY	10003